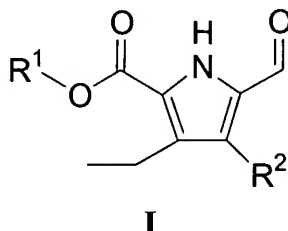


AMENDMENTS TO THE CLAIMS

In the claims:

1. (Currently Amended) A compound of Formula I:



wherein

R¹ is selected from 1) ~~substituted or unsubstituted~~ C₁-C₁₀ alkyl tert-butyl, 2) ~~substituted or unsubstituted~~ aryl, 3) ~~substituted or unsubstituted~~ heterocyclyl, and or 4) ~~substituted or unsubstituted~~ C₃-C₁₀ cycloalkyl; wherein the carbon atoms of the tert-butyl, aryl, heterocyclyl or cycloalkyl are optionally substituted with 1 to 3 substituents selected from halo, C₁-C₂₀ alkyl, CF₃, NH₂, N(C₁-C₆ alkyl)₂, NO₂, oxo, CN, N₃, -OH, -O(C₁-C₆ alkyl), C₃-C₁₀ cycloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, (C₀-C₆ alkyl) S(O)₀₋₂-, (C₀-C₆ alkyl)S(O)₀₋₂(C₀-C₆ alkyl)-, (C₀-C₆ alkyl)C(O)NH-, H₂N-C(NH)-, -O(C₁-C₆ alkyl)CF₃, (C₀-C₆ alkyl)C(O)-, (C₀-C₆ alkyl)OC(O)-, (C₀-C₆ alkyl)O(C₁-C₆ alkyl)-, (C₀-C₆ alkyl)C(O)₁₋₂(C₀-C₆ alkyl)-, (C₀-C₆ alkyl)OC(O)NH-, aryl, aralkyl, heterocycle, heterocyclylalkyl, halo-aryl, halo-aralkyl, halo-heterocycle, halo-heterocyclylalkyl, cyano-aryl, cyano-aralkyl, cyano-heterocycle or cyano-heterocyclylalkyl;

R² is selected from 1) halogen, 2) ~~substituted or unsubstituted~~ C₁-C₁₀ alkyl, 3) ~~substituted or unsubstituted~~ C₂-C₁₀ alkynyl, 4) ~~substituted or unsubstituted~~ phenyl, and or 5) ~~substituted or unsubstituted~~ heterocyclyl selected from pyridyl, benzofuranyl, isoxazolyl, furyl, pyrrolyl, and or thienyl; wherein the carbon atoms of said alkyl, alkynyl, phenyl, and heterocyclyl is are optionally substituted with one or more of R³;

R³ is independently selected from 1) halogen, 2) -OR⁴, 3) ~~substituted or unsubstituted~~ C₁-C₁₀ alkyl, 4) ~~substituted or unsubstituted~~ C₃-C₁₀ cycloalkyl, 5) ~~substituted or unsubstituted~~ aryl, 6)

~~substituted or unsubstituted~~ aralkyl, 7) ~~substituted or unsubstituted~~ heterocyclyl, 8) -C(O)R⁴, 9) -C(O)OR⁴, 10) -CN, ~~and or~~ 11) -NO₂; wherein the carbon atoms of said alkyl, aryl, aralkyl, heterocyclyl or cycloalkyl are optionally substituted with 1 to 3 substituents selected from halo, C₁-C₂₀ alkyl, CF₃, NH₂, N(C₁-C₆ alkyl)₂, NO₂, oxo, CN, N₃, -OH, -O(C₁-C₆ alkyl), C₃-C₁₀ cycloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, (C₀-C₆ alkyl) S(O)₀₋₂-, (C₀-C₆ alkyl)S(O)₀₋₂(C₀-C₆ alkyl)-, (C₀-C₆ alkyl)C(O)NH-, H₂N-C(NH)-, -O(C₁-C₆ alkyl)CF₃, (C₀-C₆ alkyl)C(O)-, (C₀-C₆ alkyl)OC(O)-, (C₀-C₆ alkyl)O(C₁-C₆ alkyl)-, (C₀-C₆ alkyl)C(O)₁₋₂(C₀-C₆ alkyl)-, (C₀-C₆ alkyl)OC(O)NH-, aryl, aralkyl, heterocycle, heterocyclylalkyl, halo-aryl, halo-aralkyl, halo-heterocycle, halo-heterocyclylalkyl, cyano-aryl, cyano-aralkyl, cyano-heterocycle or cyano-heterocyclylalkyl;

R⁴ is independently selected from 1) hydrogen, 2) ~~substituted or unsubstituted~~ C₁-C₁₀ alkyl, 3) ~~substituted or unsubstituted~~ C₂-C₁₀ alkenyl, 4) ~~substituted or unsubstituted~~ C₂-C₁₀ alkynyl, 5) ~~substituted or unsubstituted~~ aryl, and ~~or~~ 6) ~~substituted or unsubstituted~~ heterocyclyl; wherein the carbon atoms of the alkyl, alkenyl, alkynyl, aryl, heterocyclyl are optionally substituted with 1 to 3 substituents selected from halo, C₁-C₂₀ alkyl, CF₃, NH₂, N(C₁-C₆ alkyl)₂, NO₂, oxo, CN, N₃, -OH, -O(C₁-C₆ alkyl), C₃-C₁₀ cycloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, (C₀-C₆ alkyl) S(O)₀₋₂-, (C₀-C₆ alkyl)S(O)₀₋₂(C₀-C₆ alkyl)-, (C₀-C₆ alkyl)C(O)NH-, H₂N-C(NH)-, -O(C₁-C₆ alkyl)CF₃, (C₀-C₆ alkyl)C(O)-, (C₀-C₆ alkyl)OC(O)-, (C₀-C₆ alkyl)O(C₁-C₆ alkyl)-, (C₀-C₆ alkyl)C(O)₁₋₂(C₀-C₆ alkyl)-, (C₀-C₆ alkyl)OC(O)NH-, aryl, aralkyl, heterocycle, heterocyclylalkyl, halo-aryl, halo-aralkyl, halo-heterocycle, halo-heterocyclylalkyl, cyano-aryl, cyano-aralkyl, cyano-heterocycle or cyano-heterocyclylalkyl;

or a pharmaceutically acceptable salt or stereoisomer thereof.

2. (Currently Amended) The compound according to Claim 1,
wherein

R¹ is tert-butyl, and the carbon atoms of said tert-butyl are optionally substituted with 1 to 3 substituents selected from halo, C₁-C₂₀ alkyl, CF₃, NH₂, N(C₁-C₆ alkyl)₂, NO₂, oxo, CN, N₃, -OH, -O(C₁-C₆ alkyl), C₃-C₁₀ cycloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, (C₀-C₆ alkyl) S(O)₀₋₂-, (C₀-C₆ alkyl)S(O)₀₋₂(C₀-C₆ alkyl)-, (C₀-C₆ alkyl)C(O)NH-, H₂N-C(NH)-, -O(C₁-C₆ alkyl)CF₃, (C₀-C₆ alkyl)C(O)-, (C₀-C₆ alkyl)OC(O)-, (C₀-C₆ alkyl)O(C₁-C₆ alkyl)-, (C₀-C₆

alkyl)C(O)1-2(C₀-C₆ alkyl)-, (C₀-C₆ alkyl)OC(O)NH-, aryl, aralkyl, heterocycle, heterocyclalkyl, halo-aryl, halo-aralkyl, halo-heterocycle, halo-heterocyclalkyl, cyano-aryl, cyano-aralkyl, cyano-heterocycle or cyano-heterocyclalkyl;
~~substituted or unsubstituted C₁-C₆ alkyl;~~

R² is selected from 1) halogen, 2) ~~substituted or unsubstituted~~ C₂-C₁₀ alkynyl, 3) ~~substituted or unsubstituted~~ phenyl, and 4) ~~substituted or unsubstituted~~ heterocycl selected from pyridyl, benzofuranyl, isoxazolyl, furyl, pyrrolyl, ~~and or~~ thienyl;
wherein the carbon atoms of said alkynyl, phenyl, and heterocycl is are optionally substituted with one or more of R³;

or a pharmaceutically acceptable salt or stereoisomer thereof.

3. (Original) The compound according to Claim 2,
wherein

R² is halogen;

or a pharmaceutically acceptable salt or stereoisomer thereof.

4. (Currently Amended) A compound selected from

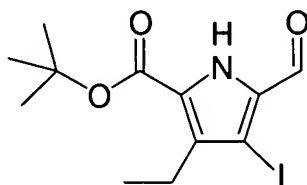
tert-butyl 3-ethyl-5-formyl-4-iodo-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-(pyridin-2-ylethynyl)-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-(6-methoxypyridin-2-yl)-1H-pyrrole-2-carboxylate;
tert-butyl 4-(1-benzofuran-2-yl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;
tert-butyl 4-(3,5-dimethylisoxazol-4-yl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;
tert-butyl 4-(4-fluorophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;
tert-butyl 4-(4-chlorophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-(5-formyl-2-furyl)-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-phenyl-1H-pyrrole-2-carboxylate;
di(tert-butyl) 4'-ethyl-2'-formyl-1H,1'H-2,3'-bipyrrole-1,5'-dicarboxylate;
tert-butyl 3-ethyl-5-formyl-4-(2-formylthien-3-yl)-1H-pyrrole-2-carboxylate;

tert-butyl 4-(4-cyanophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;
~~ethyl 3-ethyl-5-formyl-4-methyl-1H-pyrrole-2-carboxylate;~~
ethyl 3,4-diethyl-5-formyl-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-(4-nitrophenyl)-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-[4-(methoxycarbonyl)phenyl]-1H-pyrrole-2-carboxylate;
tert-butyl 4-(2-cyanophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;
tert-butyl 4-(3-cyanophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;
tert-butyl 4-(3-chlorophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;
tert-butyl 4-(2,6-difluorophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-(5-methyl-2-furyl)-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-(4-methylphenyl)-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-(3-methylphenyl)-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-(2-methylphenyl)-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-thien-3-yl-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-thien-2-yl-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-(4-methoxyphenyl)-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-(3-methoxyphenyl)-1H-pyrrole-2-carboxylate;
tert-butyl 3-ethyl-5-formyl-4-(2-methoxyphenyl)-1H-pyrrole-2-carboxylate;

or a pharmaceutically acceptable salts or stereoisomer thereof.

5. (Original) The compound according to Claim 4 that is

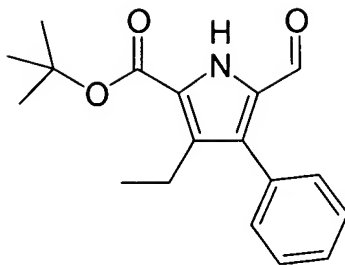
tert-butyl 3-ethyl-5-formyl-4-iodo-1H-pyrrole-2-carboxylate



or a pharmaceutically acceptable salt or stereoisomer thereof.

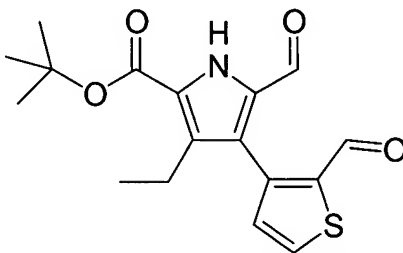
6. (Original) The compound according to Claim 4 that is

tert-butyl 3-ethyl-5-formyl-4-phenyl-1H-pyrrole-2-carboxylate



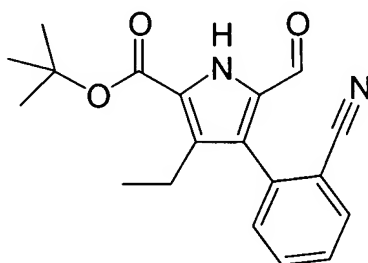
or a pharmaceutically acceptable salt or stereoisomer thereof.

7. (Original) The compound according to Claim 4 that is
tert-butyl 3-ethyl-5-formyl-4-(2-formylthien-3-yl)-1H-pyrrole-2-carboxylate



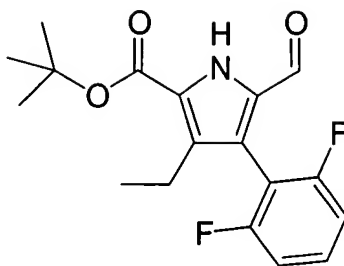
or a pharmaceutically acceptable salt or stereoisomer thereof.

8. (Original) The compound according to Claim 4 that is
tert-butyl 4-(2-cyanophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate



or a pharmaceutically acceptable salt or stereoisomer thereof.

9. (Original) The compound according to Claim 4 that is
tert-butyl 4-(2,6-difluorophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate



or a pharmaceutically acceptable salt or stereoisomer thereof.

10. (Original) A pharmaceutical composition which is comprised of a compound in accordance with Claim 1 and a pharmaceutically acceptable carrier.

11. (Cancelled)

12. (Cancelled)

13. (Cancelled)

14. (Cancelled)

15. (Cancelled)

16. (Cancelled)

17. (Cancelled)

18. (Withdrawn) A method of treating cancer in a mammal in need of such treatment comprising administering to said mammal a therapeutically effective amount of a compound of Claim 1.

19. (Cancelled)